

## **ABSTRACT**

### **Share in a limited liability company as a subject of legal relations; equity certificate**

The master thesis analyses the issue of the transfer of a share in a limited liability company including the possibility to incorporate a share into an equity certificate. The main purpose of this study is to introduce in detail the different phases of the transfer of a share, an equity certificate and draw attention to several interpretative problems related to the new law of business corporations. Besides the applicable law, which is purposefully subjected to the comparison with legal regulation before the recodification of private law, the work examines the legal literature, including periodicals, and still applicable case law of the Czech courts.

The thesis is divided into five chapters. The first chapter looks briefly at a share in a limited liability company and its definition as a subject of legal relations.

The second chapter deals with the modes of the transfer of a share and the preconditions of its realization in the form of obtaining the relevant permissions. This section also outlines possible consequences of not giving the necessary consents with the transfer.

The core of the third chapter represents the share transfer agreement, its formal and subject matter requirements. There are also mentioned some facultative arrangements relating to the transfer of a share for consideration. The final part of the chapter is devoted to the effect of the agreement and possible withdrawal from the agreement or its cancellation.

The fourth chapter examines the selected institutes related to the transfer of a share, namely the duty of loyalty of the company's member, the legal liability for the debts of the transferor connected with the share, the financial assistance and the possibility of acquiring the ownership rights to the share from an unauthorized person.

The fifth and final chapter focuses on the issue of an equity certificate and its transfer as the main economic importance of the security lies in simplifying the tradability of the shareholder's share in a limited liability company.